

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Jacqueline Marcus

*Attorneys for Lehman Brothers Holdings Inc.
and Lehman Brothers Special Financing Inc.*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
	:
In re	: Chapter 11 Case No.
	:
LEHMAN BROTHERS HOLDINGS INC., et al.,	: 08-13555 (SCC)
	:
Debtors.	: (Jointly Administered)
	:
	:
-----X	

**DECLARATION OF ROBERT S. SHWARTS IN
SUPPORT OF PLAN ADMINISTRATOR'S OBJECTION TO
MOTION OF CLAIMANTS SYLVIA VEGA-SUTFIN, MICHELLE
SEYMOUR, CHERYL MCNEIL, LINDA HOWARD-JAMES, ISABEL
GUADJARDO AND COLEEN DENISE COLOMBO FOR RELIEF FROM
STAY AND INJUNCTION ROVIDED UNDER PLAN**

Pursuant to 28 U.S.C. § 1746, I, Robert S. Shwarts, declare that the following is true to
the best of my knowledge, information, and belief:

1. I am a member in good standing of the bars of the States of California and New
York, and I am admitted to practice before the United States District Court for the Southern
District of New York. I am a partner at Orrick, Herrington & Sutcliffe LLP, the former attorneys
for BNC Mortgage Inc. ("BNC") in the action pending in the Superior Court of the State of
California, County of Sacramento (the "California Court"), assigned Case No. 05AS05161 (the
"California Action").

2. All of the facts contained in this declaration are based upon my personal knowledge unless otherwise stated. If called to testify, I could testify to the truth of the matters set forth herein.

3. I submit this declaration ("Declaration") in connection with the *Plan Administrator's Objection to Motion of Claimants Sylvia Vega-Sutfin, Michelle Seymour, Cheryl McNeil, Linda Howard-James, Isabel Guajardo and Coleen Denise Colombo for Relief from Stay and Injunction Provided Under Plan*, filed contemporaneously with this Declaration (the "Objection").

4. I am familiar with the California Action and have reviewed the *Supplemental Declaration of J. Gary Gwilliam in Support of Motion for Relief from Stay and Injunction Provided Under Plan*, filed with this Court on August 28, 2014 [ECF No. 46189] (the "Supplemental Gwilliam Declaration").

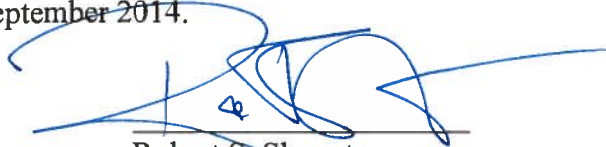
5. On or about November 8, 2005, Claimants commenced the California Action by the filing of a complaint against BNC, Joe Pennington, Daniel Keenan, Nick Murphy, and Does 1-100. On behalf of my firm, I represented BNC, Mr. Pennington and Mr. Murphy in the California Action until the action was stayed in January 2009. My firm was retained to represent BNC by BNC's parent, Lehman Brothers Holdings Inc. (commonly known as "Lehman Brothers"), directly in connection with the California Action and not by any insurance company.

6. On or about August 15, 2014, I received a call from Gary Gwilliam, which I returned on August 18. During the call, I informed Mr. Gwilliam that my firm would not continue as counsel for BNC and certain of the other defendants in the California Action due to a conflict, and that as far as I was aware, the Keesal firm was representing the estate regarding the California Action. I made no representation to Mr. Gwilliam about any insurance carrier or

insurance policy, relating to BNC or otherwise. In addition, I made no representations or statements to Mr. Gwilliam regarding BNC's or LBHI's insurer retaining defense counsel in the California Action.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct to the best of my knowledge.

Executed on this 29th day of September 2014.



Robert S. Shwartz